

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM463499

SUBMISSION TYPE:	NEW ASSIGNMENT
NATURE OF CONVEYANCE:	MERGER
EFFECTIVE DATE:	05/01/2017

CONVEYING PARTY DATA

Name	Formerly	Execution Date	Entity Type
Stop Aging Now LLC		05/01/2017	Limited Liability Company:

RECEIVING PARTY DATA

Name:	Wellnext LLC
Street Address:	1301 Sawgrass Corporate Parkway
City:	Sunrise
State/Country:	FLORIDA
Postal Code:	33323
Entity Type:	Limited Liability Company: DELAWARE

PROPERTY NUMBERS Total: 68

Property Type	Number	Word Mark
Serial Number:	86346263	ACIDRELIEF360
Serial Number:	87377497	ALLERSHIELD XTS
Serial Number:	86103211	ALPHAPURE
Serial Number:	86797200	BETAPOLLEN PLUS
Serial Number:	86103220	BONETREX
Serial Number:	77760523	BRAIN ENERGIZER
Serial Number:	86770303	BRIGHTFX
Serial Number:	85970412	CALMTREX
Serial Number:	86825885	CHARLIE'S CHOICE
Serial Number:	86721011	CHIACOMPLETE
Serial Number:	86241770	CHOLESTEROL360
Serial Number:	85608143	CINNAPURE
Serial Number:	87094917	CLEANFURZ
Serial Number:	87098864	COREZYME
Serial Number:	86531631	COREZYME XTS
Serial Number:	86776491	CORRECTFX
Serial Number:	86001465	CURCUMIN2K
Serial Number:	86531623	CUR-Q10

OP \$1715.00 86346263

Property Type	Number	Word Mark
Serial Number:	86490509	DAYFX
Serial Number:	85971557	D-PURE
Serial Number:	85967901	DREAMWELL
Serial Number:	85970492	DYNAMIC MAN
Serial Number:	86776479	FIRMFEX
Serial Number:	85970420	FLEXTREX
Serial Number:	86705381	FLEXTREX
Serial Number:	86111442	FOCUS360
Serial Number:	86249394	FUSION360
Serial Number:	86346639	GLUCOSE360
Serial Number:	86562968	JOJOBA BLUE
Serial Number:	86770282	JOJOBA RED
Serial Number:	87369941	LECTICORE
Serial Number:	85975063	LIVE IN THE NOW
Serial Number:	87093587	MATTEFX
Serial Number:	87377482	MEMORY ENERGIZER
Serial Number:	87058217	MULTI360
Serial Number:	86378767	NIGHTFX
Serial Number:	85970466	OCEANPUR
Serial Number:	87096993	OMEGA XTS
Serial Number:	87056042	OPTIPROSTATE
Serial Number:	87369937	OPTIPROSTATE ULTRA
Serial Number:	85970473	OPTIPROSTATE XTS
Serial Number:	87056533	OSTEO XTS
Serial Number:	87056557	POWERPQQ
Serial Number:	87078665	PROCUMIN PLUS
Serial Number:	86810192	PUR GEVITY
Serial Number:	85971555	PURALC
Serial Number:	85353770	PURBIOTIC
Serial Number:	87397429	PURDIM
Serial Number:	86562979	PURE-C
Serial Number:	85970502	PURVITALITY
Serial Number:	77870860	RED-Q10
Serial Number:	86206215	REGULEX
Serial Number:	77760530	RESVERAPLUS
Serial Number:	85970495	SAVE YOUR SKIN
Serial Number:	86435300	SKINGEVITY
Serial Number:	86727801	SKINGEVITY

Property Type	Number	Word Mark
Serial Number:	77760498	STOP AGING NOW
Serial Number:	86562973	SYNERGY3
Serial Number:	86129750	SYNERGY7
Serial Number:	86119031	SYNERGYGREENS
Serial Number:	86241020	T-JUVENATE
Serial Number:	86691990	TRIFX
Serial Number:	86883104	TURMAFLEX
Serial Number:	86112177	VISION360
Serial Number:	87467564	VISIONPLEX
Serial Number:	77760514	
Serial Number:	85445840	LIVE IN THE NOW YOUR GUIDE TO NATURAL HE
Serial Number:	86783252	SKIN GEVITY

CORRESPONDENCE DATA

Fax Number:

Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.

Email: trademarks@nutranext.net

Correspondent Name: Guido Panzera

Address Line 1: 1301 Sawgrass Corporate Parkway

Address Line 4: Sunrise, FLORIDA 33323

NAME OF SUBMITTER:	Guido Panzera
SIGNATURE:	/Guido Panzera/
DATE SIGNED:	02/27/2018

Total Attachments: 7

source=Fully Executed Agreement and Plan of Merger - SAN - 5-1-2017#page1.tif
source=Fully Executed Agreement and Plan of Merger - SAN - 5-1-2017#page2.tif
source=Fully Executed Agreement and Plan of Merger - SAN - 5-1-2017#page3.tif
source=Fully Executed Agreement and Plan of Merger - SAN - 5-1-2017#page4.tif
source=Fully Executed Agreement and Plan of Merger - SAN - 5-1-2017#page5.tif
source=Filed Delaware Certificate of Merger - SAN#page1.tif
source=Filed Delaware Certificate of Merger - SAN#page2.tif

AGREEMENT AND PLAN OF MERGER

This Agreement and Plan of Merger (this "Plan") is entered into by and between STOP AGING NOW LLC, a Delaware limited liability company (the "Company"), and WELLNEXT LLC, a Delaware limited liability company ("Wellnext").

RECITALS

The Company is a wholly owned, member-managed subsidiary of Wellnext.

Wellnext has determined that it is advisable and in the best interests of the Company that the Company be merged with and into Wellnext, with Wellnext being the surviving entity (the "Surviving Company"), on the terms and subject to the conditions set forth herein (the "Merger").

Wellnext, as the sole member of the Company, approved this Plan and the Merger pursuant to the Written Consent of the Sole Member of the Company in Lieu of Meeting dated May 1, 2017, in accordance with Section 18-209 of the Delaware Limited Liability Company Act, as amended (the "Act"). The sole member of Wellnext approved this Plan and the Merger pursuant to the Written Consent of the Sole Member of Wellnext in Lieu of Meeting dated May 1, 2017, in accordance with Section 18-209 of the Act.

The parties hereto intend this Plan to constitute an "agreement of merger" pursuant to Section 18-209 of the Act.

THE MERGER

At the Effective Time (as defined below), the Company shall be merged with and into the Surviving Company in accordance with Section 18-209 of the Act, and the separate existence of the Company shall cease and the Surviving Company shall continue as the surviving entity under the laws of the State of Delaware.

THE SURVIVING COMPANY

At and immediately after the Effective Time, the Certificate of Formation of Wellnext immediately in effect prior to the Effective Time, attached hereto as Exhibit A, shall remain as the Certificate of Formation of the Surviving Company, until thereafter altered, amended or repealed in accordance with applicable laws and the Certificate of Formation of the Surviving Company.

At and immediately after the Effective Time, the Amended and Restated Limited Liability Company Operating Agreement of Wellnext immediately in effect prior to the Effective Time, attached hereto as Exhibit B, shall remain as the Amended and Restated Limited Liability Company Operating Agreement of the Surviving Company, until thereafter altered, amended or repealed in accordance with applicable laws and the Certificate of Formation and Amended and Restated Limited Liability Company Operating Agreement of the Surviving Company.

At and immediately after the Effective Time, until successors are duly elected or appointed and qualified, the officers of Wellnext in office immediately prior to the Effective Time, together with such additional persons as may thereafter be elected, shall be the officers of the Surviving Company.

MANNER AND BASIS OF MERGING MEMBERSHIP INTEREST

At the Effective Time, all of the membership interests of the Company, regardless of class, issued and outstanding immediately prior to the Effective Time shall, by virtue of the Merger and without any additional action on the part of the Surviving Company, automatically be cancelled and cease to exist.

At the Effective Time, all of the membership interests of Wellnext, regardless of class, issued and outstanding immediately prior to the Effective Time shall remain as issued and outstanding membership interests of the Surviving Company.

At the Effective Time, all property, rights, privileges, powers and franchises of the Company shall vest in the Surviving Company, and all liabilities and obligations of the Company shall become liabilities and obligations of the Surviving Company.

EFFECTIVE TIME

The Merger shall become effective as of May 1, 2017 (the "Effective Time").

COUNTERPARTS

This Plan may be executed in multiple counterparts and all such counterparts collectively shall constitute an original Plan, which may be evidenced by any one counterpart.

[Signature Page follows]

IN WITNESS WHEREOF, the undersigned have executed this Agreement and Plan of Merger as of the 1st day of May, 2017.

STOP AGING NOW LLC

By: Its Member, WELLNEXT LLC

By: 
Name: Jose Minski
Title: President and CEO

WELLNEXT LLC

By: 
Name: Jose Minski
Title: President and CEO

EXHIBIT A
Certificate of Formation

EXHIBIT B

Amended and Restated Limited Liability Company Operating Agreement

Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"STOP AGING NOW LLC", A DELAWARE LIMITED LIABILITY COMPANY, WITH AND INTO "WELLNEXT LLC" UNDER THE NAME OF "WELLNEXT LLC", A LIMITED LIABILITY COMPANY ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE ON THE SIXTH DAY OF JUNE, A.D. 2017, AT 4:41 O`CLOCK P.M.




Jeffrey W. Bullock, Secretary of State

5633779 8100M
SR# 20174613139

You may verify this certificate online at corp.delaware.gov/authver.shtml

Authentication: 202671705
Date: 06-07-17

TRADEMARK
REEL: 006279 FRAME: 0516

**STATE OF DELAWARE
CERTIFICATE OF MERGER OF
DOMESTIC LIMITED LIABILITY COMPANIES**

Pursuant to Title 6, Section 18-209 of the Delaware Limited Liability Act, the undersigned limited liability company executed the following Certificate of Merger:

FIRST: The name of the surviving limited liability company is

Wellnext LLC

and the name of the limited liability company being merged into this surviving limited liability company is Stop Aging Now LLC

SECOND: The Agreement of Merger has been approved, adopted, certified, executed and acknowledged by each of the constituent limited liability companies.

THIRD: The name of the surviving limited liability company is

Wellnext LLC

FOURTH: The merger is to become effective on May 1, 2017 for accounting purposes only

FIFTH: The Agreement of Merger is on file at 1301 Sawgrass Corporate Parkway, Sunrise, Florida 33323

the place of business of the surviving limited liability company.

SIXTH: A copy of the Agreement of Merger will be furnished by the surviving limited liability company on request, without cost, to any member of the constituent limited liability companies.

IN WITNESS WHEREOF, said surviving limited liability company has caused this certificate to be signed by an authorized person, the 1st day of May, A.D., 2017.

By: 
Authorized Person

Name: Guido Panzera
Print or Type

Title: Secretary